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BEFORE THE ARIZONA CORPORATION

COMMISSIONERS
MARC SPITZER - Chairman
JM IRVIN
WILLIAM A. MUNDELL
JEFF HATCH-MILLER
MIKE GLEASON

Arizona Corporation Commission
DOCKETED

SEP 16 2003

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STAFF of the Utilities Division,

Complainant,

V.

JOHNNY A. MCLAIN, dba Miracle Valley
Water Company, Cochise Water Company,
Horseshoe Ranch Water Company, Crystal Water
Company, Mustang Water Company, Coronado
Estates Water Company & Sierra Sunset Water
Company, an individual and JOHNNY A. AND
LINDA M. MCLAIN, a marital community,

Respondents,

MIRACLE VALLEY WATER COMPANY,
INC., an Arizona Corporation.

Respondent.

DOCKET NOS. W-01646A-03-0601
W-01868A-03-0601
W-02235A-03-0601
W-02316A-03-0601
W-02230A-03-0601
W-01629A-03-0601
W-02240A-03-0601

DECISION NO. 66241

**ORDER TO SHOW CAUSE AND
ORDER FOR INTERIM RELIEF**

BY THE COMMISSION:

On August 22, 2003, Staff ("Staff") of the Utilities Division ("Division") of the Arizona Corporation Commission ("ACC" or the "Commission"), filed a Complaint, Petition for Order to Show Cause; and Petition for Order for Interim Relief ("Petition") against JOHNNY A. MCLAIN doing business as ("dba") MIRACLE VALLEY WATER COMPANY, COCHISE WATER COMPANY, HORSESHOE RANCH WATER COMPANY, CRYSTAL WATER COMPANY, MUSTANG WATER COMPANY, CORONADO ESTATES WATER COMPANY AND SIERRA SUNSET WATER COMPANY, JOHNNY A. MCLAIN AND LINDA M. MCLAIN (Johnny McLain individually or Johnny A. and Linda M. McLain collectively as a marital community, "McLain"), and MIRACLE VALLEY WATER COMPANY, INC., an Arizona Corporation. Staffs filing was supported by the affidavits of John A. Chelus, Reg Lopez and Claudio M. Fernandez.

1 Staff seeks various relief, including the issuance of an Order to Show Cause against the Respondents
2 and the issuance of an Order for Interim Relief.

3 According to the Petition and its supporting affidavits, the water systems owned and/or
4 operated by McLain are not providing safe, sufficient, adequate and reasonable water service. The
5 Arizona Department of Environmental Quality ("ADEQ") has issued several notices of violations
6 ("NOVs") against all of the above water systems operated by McLain. There have been 14 informal
7 complaints against McLain dba Cochise Water Company ("Cochise") and 67 informal complaints
8 against McLain dba Horseshoe Ranch Water Company ("Horseshoe Ranch") for water outages
9 and/or inadequate water pressure. Cochise, Horseshoe Ranch, McLain dba Sierra Sunset Water
10 Company ("Sierra Sunset") and McLain dba Miracle Valley Water Company ("Miracle Valley") are
11 currently operating without valid Certificates of Convenience and Necessity ("CC&Ns"). While the
12 most recent Utilities Division Annual Report for Miracle Valley indicates that McLain is the owner,
13 the most recent Corporations Division Annual Report lists Harry and Barbara Ransom as the sole
14 equity holders in Miracle Valley. The present management has failed to rectify the above matters and
15 is not capable of addressing the situations with any of the water systems. Staff accordingly seeks the
16 issuance of an Order to Show Cause and an Order for Interim Relief appointing an interim manager.
17 In the past, we have appointed managers for Diamond Valley Water User's Corporation (Decision
18 63547), American Public Service Company (for its Casitas Bonitas wastewater system) (Decision
19 65236), Sabrosa Water Company (Decision 63136), and Sonoita Valley Water Company, Inc.
20 (Decision 65858). We remain mindful that the appointment of an interim manager is an
21 extraordinary remedy which should only be employed when no other option is viable. We find that
22 this standard is satisfied in this case, and we will accordingly grant Staffs requests.

23 * * * * *

24 Having considered the entire record herein and being fully advised in the premises, the
25 Commission finds, concludes and orders that:

26 ...
27 ...

28 ...

FINDINGS OF FACT

1
2 1. Miracle Valley Water Company, Inc. has been a public service corporation that
3 perated a public water system located in the area of Sierra Vista, Cochise County, Arizona. Johnny
4 A. McLain dba Miracle Valley Water Company ("Miracle Valley") currently is managing and
5 perating the Miracle Valley water system and purports to be the owner of the Miracle Valley water
6 ystem per the most recent Utilities Division Annual Report filed for Miracle Valley. The Miracle
7 Valley water system serves approximately 276 customers. The original owner(s) of the Miracle
8 Valley water system were granted a Certificate of Convenience and Necessity ("CC&N") to provide
9 water service by the Commission in Decision No. 31741 (August 12, 1959). The CC&N for Miracle
10 Valley has never been transferred to McLain and the Commission has never approved the sale of
11 assets of Miracle Valley to McLain.

12 2. While McLain has listed himself as the owner of Miracle Valley in the most recent
13 Utilities Division Annual Report and listed himself dba Miracle Valley as a debtor in voluntary
14 petitions for bankruptcy filed on June 13, 2003 and July 30, 2003 (Bankruptcy Petitions 4-03-03209-
15 EWH and 4-03-04125-EWH respectively in the United States District Court in Tucson, Arizona), the
16 most recent Corporations Division Annual Report for Miracle Valley Water Company, Inc. lists
17 Harry and Barbara Ransom as the sole shareholders. The two reports are referring to the same assets
18 i.e. the water system for Miracle Valley).

19 3. Johnny A. McLain dba Cochise Water Company ("Cochise") is a public service
20 corporation that operates a public water system located in the area of Sierra Vista, Cochise County,
21 Arizona. Cochise serves approximately 280 customers. The original owner of the Cochise water
22 system, J. R. Sharp, was granted a CC&N to provide water service by the Commission in Decision
23 No. 34147 (October 31, 1962). The CC&N for Cochise has never been transferred to McLain and the
24 Commission has never approved the sale of assets of Cochise to McLain.

25 4. Johnny A. McLain dba Horseshoe Ranch Water Company ("Horseshoe Ranch") is a
26 public service corporation that operates a public water system located in the area of Sierra Vista,
27 Cochise County, Arizona. Horseshoe Ranch serves approximately 220 customers. The original
28 owners of Horseshoe Ranch's water system (then known as the Ranch Water Company) were granted

1 a CC&N to provide water service by the Commission in Decision No. 43538 (August 3, 1973). The
2 CC&N for Horseshoe Ranch has never been transferred to McLain and the Commission has never
3 approved the sale of assets of Horseshoe Ranch to McLain.

4 5. Johnny A. McLain dba Crystal Water Company ("Crystal") is a public service
5 corporation that operates a public water system located in the area of Cochise County, Arizona.
6 Crystal serves approximately 54 customers. It had been operating as an uncertificated water company
7 for over fifteen years previous to Decision No. 50757. A CC&N was issued to Crystal in Commission
8 Decision No. 50757 (March 18, 1980). Clair Iverson was the owner of Crystal at that time. The
9 CC&N was transferred to McLain in Decision No. 53467 (March 3, 1983), subject to certain
10 conditions which were met as of April 11, 1983.

11 6. Johnny A. McLain dba Mustang Water Company ("Mustang") is a public service
12 corporation that operates a public water system located in the area of Cochise County, Arizona.
13 Mustang serves approximately 50 customers. Mustang was originally granted a CC&N in
14 Commission Decision No. 43533 (August 1, 1973). Mustang was, at that time, a partnership between
15 Ronald W. Barnett, Jack W. Wright and Charles J. Randolph. Mustang was transferred to McLain
16 and Troy L. Mansker in Decision No. 51178 (July 23, 1980).

17 7. Johnny A. McLain dba Coronado Estates Water Company ("Coronado") is a public
18 service corporation that operates a public water system located in the area of Cochise County,
19 Arizona. Coronado serves approximately 160 customers. Coronado was originally granted a CC&N
20 in Commission Decision No. 31504 (April 27, 1959). Coronado was transferred to McLain and Troy
21 L. Mansker in Decision No. 51176 (July 23, 1980).

22 8. Johnny A. McLain dba Sierra Sunset Water Company ("Sierra Sunset") is a public
23 service corporation that operates a public water system located in the area of Cochise County,
24 Arizona. Coronado serves approximately 29 customers. Sierra Sunset does not have a valid CC&N.
25 A CC&N granted to Marion Rosallie Tourtillote dba Sierra Sunset Water Company in Decision No,
26 49106 (June 26, 1978) was rescinded in Decision No. 53666 (July 27, 1983).

27 9. McLain is the operator and manager of all seven water systems. Per the most recent
28 Utilities Division Annual Reports for Cochise, Horseshoe Ranch, Crystal, Mustang and Coronado, all

1 ire sole proprietorships where McLain is the owner. McLain has filed a voluntary petition for
2 bankruptcy where he listed himself dba. Miracle Valley, Cochise, Horseshoe Ranch, Crystal,
3 Mustang, Coronado and Sierra Sunset Water Cos. as a debtor under Bankruptcy Petitions 4-03-
4 13209-EWH and 4-03-04125-EWH on June 13, 2003 and July 30, 2003 respectively. Those filings
5 were made in the United States Bankruptcy Court in Tucson, Arizona. The voluntary bankruptcy
6 petition of June 13, 2003 (Bankruptcy Petition 4-03-03209-EWH) has been dismissed.

7 10. ADEQ has issued several NOVs against all seven water systems owned and/or
8 operated by McLain. The violations include: no microbiological site sampling plan ("MSSP"),
9 insufficient or no storage, no backflow prevention programs ("BPP"), no emergency operating plan
10 ("EOP"), no approvals to construct ("ATC") and/or no approvals of construction ("AOC"), ADEQ
11 notes that McLain is operating the Miracle Valley, Cochise and Horseshoe Ranch water systems
12 without the proper certification and that his operation is in violation of state law and is endangering
13 the public health, safety or welfare. Compliance Status Reports were issued by ADEQ for all seven
14 water systems on July 1, 2003, and all of the reports noted major deficiencies with all seven water
15 systems.

16 11. During the three year period ending July 13, 2003, Staff received 67 informal
17 complaints against Horseshoe Ranch regarding water outages and/or inadequate water pressure. For
18 the same time period, Staff received 14 informal complaints against Cochise regarding water outages
19 and/or inadequate water pressure. Despite assurances from McLain to Staff and ADEQ, the problems
20 with water quantity and water pressure have yet to be resolved. Staff is concerned that without any
21 remedial action, the customers of all seven water systems will not receive adequate service.

22 12. Staff believes that the appointment of an interim manager is necessary to ensure that
23 all seven water entities will be able to provide proper service in the future. Staff proposes that
24 Southwestern Utility Management, Inc. ("Southwestern") be appointed as the interim manager(s) for
25 all seven water systems. Southwestern, and its President, Ezra H. "Buck" Lewis, possess substantial
26 experience in the operation of small water systems.

27 13. Without the assistance of an interim manager, Staff believes that the operation by
28 McLain of Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra

1 Sunset constitutes a clear and present danger to the public health and safety. The threat of such
2 operation is imminent.

3 14. It appears that the only reasonable and practical solution to the problems facing
4 Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado, and Sierra Sunset is the
5 appointment of an interim manager as requested by Staff.

6 15. Staff requests the issuance of an Order for Interim Relief appointing Southwestern, or
7 another qualified manager selected by Staff, as the manager ("Manager") of the water systems for
8 Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset, upon
9 reasonable terms and conditions agreed between Manager and Staff, with full authority to conduct the
10 business and affairs of the above-mentioned water system; and ordering McLain and Miracle Valley
11 Water Company, Inc. to indemnify, defend and hold harmless the Manager for all claims relating to
12 its management of Miracle Valley's water system; and ordering McLain to indemnify, defend and
13 hold harmless the Manager for all claims relating to its management of the water systems of Cochise,
14 Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset.

15 16. Staff requests that we issue an Order to Show Cause directing McLain dba Miracle
16 Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset, to show cause:

- 17 (1) why its service should not be found unjust and unreasonable as described herein;
18 (2) why a Manager should not be appointed as described in paragraph 15;
19 (3) why McLain should not indemnify, defend and hold harmless the Manager as
20 described in paragraph 15;
21 (4) why the Manager should not be given the authority to explore, negotiate, and
22 implement a long-term solution; and
23 (5) why the existing Certificates of Convenience and Necessity should not be revoked,
24 and why McLain should not be ordered to find a fit and proper entity to assume the
25 Certificates of Convenience and Necessity and acquire the assets of the Company,
26 subject to the approval of the Commission as required by law.

27 17. Staff also requests the issuance of an Order to Show Cause directing Miracle Valley
28 Water Company, Inc. to show cause:

- (1) why its service should not be found unjust and unreasonable as described herein;
- (2) why a Manager should not be appointed as described in paragraph 15;
- (3) why Miracle Valley Water Company, Inc. should not indemnify, defend and hold harmless the Manager as described in paragraph 15;
- (4) why the Manager should not be given the authority to explore, negotiate, and implement a long-term solution; and
- (5) why the existing Certificates of Convenience and Necessity should not be revoked, and why Miracle Valley Water Company, Inc. should not be ordered to find a fit and proper entity to assume the Certificates of Convenience and Necessity and acquire the assets of the Company, subject to the approval of the Commission as required by law.

18. Staff further requests that we issue an Order to Show Cause directing McLain to show cause:

- (1) why McLain should not be found to be the alter ego of Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and/or Sierra Sunset, in the alternative, should it be discovered that any of the above entities are incorporated;
- (2) why McLain should not be found to be the alter ego of Miracle Valley Water Company, Inc., in the alternative, should it be discovered that McLain owns the Miracle Valley water system as an incorporated entity;
- (2) why McLain should not be held personally responsible for the actions or inaction of Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset, in the alternative; and
- (3) why McLain should not indemnify, defend and hold harmless the Manager as described in paragraph 15, in the alternative.

19. Staffs requests described in Findings of Fact 15, 16, 17, and 18 are reasonable.

...

...

CONCLUSIONS OF LAW

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2 1. McLain dba Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado
3 and Sierra Sunset are public service corporations within the meaning of Article XV of the Arizona
4 Constitution and are subject to the jurisdiction of the Commission.

5 2. Miracle Valley Water Company, Inc. is a public service corporation within the
6 meaning of Article XV of the Arizona Constitution and is subject to the jurisdiction of the
7 Commission.

8 3. The Commission has jurisdiction over the subject matter of Staffs Complaint, Petition
9 for Order to Show Cause, and Petition for Interim Relief.

10 4. Notice of this proceeding has been given in accordance with law.

11 5. The operation of the water systems of Miracle Valley/Miracle Valley Water Company,
12 Inc., Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset are in a manner that
13 presents a clear and present danger to the public health and safety as found in Finding of Fact 13
14 constitutes unjust and unreasonable service. Moreover, failure to provide water or to provide
15 adequate water pressure constitutes unjust and unreasonable service. Pursuant to A.R.S. §§ 40-202;
16 40-203; 40-321; 40-322, and Article XV § 3 of the Arizona Constitution, the Commission may
17 prohibit unjust and unreasonable service. Because there is an imminent threat of such unjust and
18 unreasonable service, the Commission may grant the requested interim relief against Miracle
19 Valley/Miracle Valley Water Company, Inc., Cochise, Horseshoe Ranch, Crystal, Mustang,
20 Coronado and Sierra Sunset described in Finding of Fact 15.

21 6. It is lawful and in the public interest to issue the requested Order to Show Cause
22 against the Respondents as described in Findings of Fact 16, 17 and 18.

23 7. It is lawful and in the public interest to issue the requested Order for Interim Relief as
24 described in Finding of Fact 15.

25 8. Probable cause exists to believe that McLain is acting as the alter ego of Cochise,
26 Horseshoe Ranch, Crystal, Mustang, Coronado and/or Sierra Sunset, in the alternative, should it be
27 found that the those entities are incorporated. If McLain is the alter ego of the above-listed entities,
28 McLain will be subject to the jurisdiction of the Commission to the same extent as Cochise,

1 Horseshoe Ranch, Crystal, Mustang, Coronado, and Sierra Sunset. Sufficient evidence exists to
 2 support issuance of an order to show cause against McLain, in the alternative, as described in Finding
 3 of Fact 18.

4 9. Should it be found that McLain is the owner of Miracle Valley as an incorporated
 5 entity, then probable cause also exists to find that McLain is acting as the alter ego of Miracle Valley,
 6 in the alternative, and that McLain is will be subject to the jurisdiction of the Commission to same
 7 extent as Miracle Valley and that sufficient evidence exists to support issuance of an order to show
 8 cause against McLain, in the alternative, as described in Finding of Fact 18.

9 ORDER

10 IT IS THEREFORE ORDERED that McLain dba Miracle Valley, Cochise, Horseshoe Ranch,
 11 Crystal, Mustang, Coronado and Sierra Sunset shall appear and show cause at a place designated by
 12 the Hearing Division:

- 13 (1) why its service should not be found unjust and unreasonable as described herein;
- 14 (2) why a Manager should not be appointed as described in paragraph 15;
- 15 (3) why Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and
 16 Sierra Sunset should not indemnify, defend and hold harmless the Manager as
 17 described in paragraph 15;
- 18 (4) why the Manager should not be given the authority to explore, negotiate, and
 19 implement a long-term solution; and
- 20 (5) why the existing Certificates of Convenience and Necessity should not be revoked,
 21 and why McLain should not be ordered to find a fit and proper entity to assume the
 22 Certificates of Convenience and Necessity and acquire the assets of Miracle
 23 Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset,
 24 subject to the approval of the Commission as required by law. -

25 IT IS FURTHER ORDERED that McLain shall appear and show cause, at a place and time
 26 designated by the Hearing Division:

27 ...

28 ...

- 1 (1) why McLain should not be found to be the alter ego of Cochise, Horseshoe Ranch,
2 Crystal, Mustang, Coronado and/or Sierra Sunset, in the alternative, should it be
3 discovered that any of the entities are incorporated;
4 (2) why McLain should not be found to be the alter ego of Miracle Valley Water
5 Company, Inc., should McLain own Miracle Valley as an incorporated entity, in
6 the alternative;
7 (3) why McLain should not be held personally responsible for the actions or inaction
8 of Miracle Valley, Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and
9 Sierra Sunset; and
10 (4) why McLain should not indemnify, defend and hold harmless the Manager as
11 described in paragraph 15.

12 IT IS FURTHER ORDERED that Miracle Valley Water Company, Inc., shall appear and
13 show cause at a place designated by the Hearing Division:

- 14 (1) why its service should not be found unjust and unreasonable as described herein;
15 (2) why a Manager should not be appointed as described in paragraph 15;
16 (3) why Miracle Valley Water Company, Inc., should not indemnify, defend and hold
17 harmless the Manager as described in paragraph 15;
18 (4) why the Manager should not be given the authority to explore, negotiate, and
19 implement a long-term solution; and
20 (5) why the existing Certificate of Convenience and Necessity should not be revoked,
21 and why Miracle Valley Water Company, Inc. should not be ordered to find a fit
22 and proper entity to assume the Certificate of Convenience and Necessity and
23 acquire the assets of Miracle Valley Water Company, Inc., subject to the approval
24 of the Commission as required by law.

25 IT IS FURTHER ORDERED that Southwestern, or another qualified manager selected by
26 Staff, is hereby appointed as the Manager of the water systems for Miracle Valley/Miracle Valley
27 Water Company, Inc., Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset,
28 upon reasonable terms and conditions agreed to between Manager and Staff.

1 IT IS FURTHER ORDERED that the Manager shall have full authority to conduct the
2 business and affairs of the water systems of Miracle Valley/Miracle Valley Water Company, Inc.,
3 Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset.

4 IT IS FURTHER ORDERED that the appointment of the Manager shall be in effect while
5 proceedings in this docket are pending or until otherwise ordered by the Commission.

6 IT IS FURTHER ORDERED that Miracle Valley/Miracle Valley Water Company, Inc.,
7 Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset or McLain may apply at
8 any time for the termination of the appointment of the Manager upon a showing that Miracle
9 Valley/Miracle Valley Water Company, Inc., Cochise, Horseshoe Ranch, Crystal, Mustang,
10 Coronado and Sierra Sunset have acquired sufficient technical, financial, and managerial capabilities
11 to operate the respective water systems and that such application shall be heard as soon as reasonably
12 practicable,

13 IT IS FURTHER ORDERED that if Miracle Valley/Miracle Valley Water Company, Inc.,
14 Cochise, Horseshoe Ranch, Crystal, Mustang, Coronado and Sierra Sunset intend to appear and show
15 cause as ordered above they shall each file within 10 days of the effective date of this order a
16 preliminary statement describing how they will make the showing of cause. This filing must include
17 an Answer to Staffs Complaint if the filing respondent has not yet filed an Answer.

18 IT IS FURTHER ORDERED that the Hearing Division shall forthwith schedule further
19 appropriate proceedings.

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21 IT IS FURTHER ORDERED that this Decision shall become effective immediately.

22 BY ORDER OF THE ARIZONA CORPORATION COMMISSION.

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25 CHAIRMAN

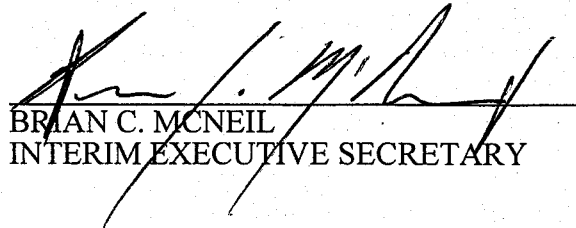
COMMISSIONER

COMMISSIONER

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27 COMMISSIONER

COMMISSIONER

1 IN WITNESS WHEREOF, I, BRIAN C. MCNEIL, Interim
2 Executive Secretary of the Arizona Corporation Commission,
3 have hereunto set my hand and caused the official seal of the
4 Commission to be affixed at the Capitol, in the City of Phoenix,
5 this 16th day of September, 2003.

6 
7 BRIAN C. MCNEIL
8 INTERIM EXECUTIVE SECRETARY

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10 DISSENT _____

11 DISSENT _____
12 JDG:ab
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1 Johnny A. McLain dba
2 Miracle Valley Water Company,
3 Cochise Water Company,
4 Horseshoe Ranch Water Company,
5 Crystal Water Company,
6 Mustang Water Company, Coronado Estates Water Company and
7 Sierra Sunset Water Company
8 P.O. Box 2903
9 Sierra Vista, AZ 85636

10 Johnny A. McLain
11 7110 Jaxel Road
12 Hereford, AZ 85615

13 Johnny A. McLain
14 5161 Hereford Road
15 Hereford, AZ 85615

16 Miracle Valley Water Company, Inc.
17 % Harry B. Ransom
18 11975th Street
19 Imperial Beach, CA 91932

20 Harry B. Ransom
21 President and Treasurer, Miracle Valley Water Company, Inc.
22 1801 East Tropicana #9
23 Las Vegas, NV 89119

24 Barbara J. Ransom
25 Secretary and Vice President, Miracle Valley Water Company, Inc.
26 1801 East Tropicana #9
27 Las Vegas, NV 89119

28 Debra Booth
9332 East Paraiso Drive
Scottsdale, AZ 85255

Laurie A. Woodall, Esq.
Office of the Attorney General
1275 W. Washington
Phoenix, Arizona 85007
Attorneys for the ADEQ

Mr. John Eyre
Environmental Engineer/Compliance Officer
ADEQ
400 W. Congress Street, Ste 433
Tucson, Arizona 85701

1 Martin D. McCarthy, P.E.
2 Manager, Compliance Programs Unit
3 ADEQ
4 Southern Regional Office
5 100 W. Congress Street, Ste. 433
6 Tucson, Arizona 85701
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